UNITED STATES DISTRICT COURT DISTRICT OF MASSACHUSETTS

GUSTAVO BRUCKNER, Derivatively on Behalf of the MFS CAPITAL OPPORTUNITIES FUND, the MASSACHUSETTS INVESTOR TRUST and the "MFS FUNDS,"

Plaintiff,

No. 03-12483-NG

v.

MASSACHUSETTS FINANCIAL SERVICES COMPANY, et al.,

Defendants,

and

MFS CAPITAL OPPORTUNITIES FUND, et al.,

Nominal Defendants

NOTICE OF APPEARANCE

Please enter the appearance of Jeffrey B. Rudman, William H. Paine, and Jonathan A. Shapiro, Hale and Dorr LLP, on behalf of defendants Massachusetts Financial Services Company and Sun Life Financial Inc.

Respectfully Submitted,

MASSACHUSETTS FINANCIAL SERVICES COMPANY and SUN LIFE FINANCIAL INC.,

By their attorneys,

/s/ Jonathan A. Shapiro

Jeffrey B. Rudman (BBO #433380) William H. Paine (BBO #550506) Jonathan A. Shapiro (BBO #567838)

Hale and Dorr LLP 60 State Street Boston, MA 02109 (617) 526-6000

April 6, 2004

CERTIFICATE OF SERVICE

I, Jonathan A. Shapiro, hereby certify that I caused a copy of this document to be served by either electronic mail or overnight mail to:

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/s/ Jonathan A. Shapiro__ Jonathan A. Shapiro

Dated: April 6, 2004